

NORTHUMBERLAND HILLS HOSPITAL

BOARD OF DIRECTORS

June 6, 2013

5:00 pm - Boardroom

MINUTES

Present: D. Mann, Chair; B. Brook, H. Sculthorpe, J. Farrell, T. Sears, J. Hudson, D. Pepper, B. Gerber, C. Stewart, J. Russell, B. Copeland, G. DeBruyn, M. Parker, B. Selby, J. Stalker, D. Broderick, H. Brenner

By phone: B. Carman

Regrets: K. Jackson, A. Logan, G. Metson, J. Parravano, A. Stratford

Staff: J. Gillard, C. Turk

1. CALL TO ORDER

D. Mann called the meeting to order at 5:05 pm.

2. CONFLICT OF INTEREST

None.

4. APPROVAL OF AGENDA

It was Moved by B. Brook and Seconded by T. Sears that the agenda be approved with the addition of BPSAA Attestation. Carried.

5. APPROVAL OF PREVIOUS MINUTES

It was Moved by J. Farrell and Seconded by C. Stewart that the minutes of May 2, 2013 be approved with amendment to the following:
Item 2 – remove word two (presented to local student)
Item 15 – remove word County.
Carried.

6. CHAIR REMARKS

None

7. CHIEF EXECUTIVE OFFICER'S REPORT

H. Brenner presented the report of the CEO.

- The 2013 Ontario Budget was highlighted in reference to healthcare.
- Health Council of Canada has released its annual report on health care renewal. Key report findings include wait times, lack of primary health care and progress in electronic health records, pharmaceutical management and disease prevention.
- The spring edition of Healthcare Management Forum includes an article that highlights the NHH Citizen's Advisory Panel success.
- H. Brenner also remarked on letter received from the CE LHIN in response to concerns of misinformation concerning NHH's financials presented at the CE LHIN March Board meeting. The CE LHIN Board Chair acknowledged the reporting error and noted that the erroneous slides have been removed from the public website.

8. CHIEF OF STAFF REPORT

D. Broderick reviewed the report that was circulated to the Board.

D. Broderick outlined recommendations from the Medical Advisory Committee to approve re-appointment and new physician privileges. J. Hudson queried on the completion of reviews for all appointments. D. Broderick responded that all physicians have been reviewed through the credentialing process.

It was Moved by J. Hudson and Seconded by H. Sculthorpe to approve the following physician privileges:

- **NEW – Dr. Lucie Marie Blouin (Courtesy – Medicine)**
- **RE-APPOINTMENT – Dr. P. Narini (Active Plastic Surgery)**
- **RE-APPOINTMENT – Dr. J. Routh (Courtesy Family Medicine)**

Carried.

9. REPORTS FROM COMMITTEES

9.1 Quality And Safety Committee

C. Stewart provided the report of the Quality and Safety Committee.

The Committee received a presentation from J. Clarke, Director Interprofessional Practice on the Ethics Framework. The framework was developed through a two-step process with staff and physicians. An oversight committee will be developed to support the introduction of the ethics framework and will focus on integrating ethics within the existing committee structures. Next steps include training for first and second tier participants in the ethics resolution process, formalize the ethics consultation process, create a values based culture, provide education and development of tools and review of policies. J. Russell remarked that the Ethics Framework had also been presented to the Governance Committee and the committee was in full support of the framework.

It was Moved by C. Stewart and Seconded by J. Farrell to approve the Northumberland Hills Hospital Ethics Framework. Carried.

S. Gibbens, Geriatric Emergency Management Nurse, and M.A. Brown, Clinical Nurse Specialist, presented the ED program wait experience that is being piloted in the Emergency Department – Tearing down Walls: Rebuilding Gerontological Connections while preventing iatrogenesis in Emergency Department Waiting Room. Iatrogenesis is the unintentional harm to a patient as a result of hospital treatment, such as pressure sores and dehydration. The pilot ED wait experience program introduces interventions to patients in the wait room that include the provision of clear fluids, warm blankets and explanation on wait times, etc. Gerontological best practices are the key element to the program. The patient is then offered a short survey on their wait room experience. Preliminary results show 78% of respondents score very good or higher following the interventions. S. Gibbens and M.A. Brown have been asked to present the program abstract at the Canadian Gerontological Nursing Association in British Columbia.

The Committee reviewed the Q4 update of the Quality Improvement Plan and the Quality Indicator Report. Many initiatives are in place to reduce overtime.

Caesarean rates are over provincial targets as reported by the CE LHIN. The maternal child leadership team is able to monitor and analyze program performance and will continue to develop improvement strategies. A full improvement plan will be submitted to the CE LHIN.

9.2 Finance and Audit Committee

B. Gerber provided the report of the Finance and Audit Committee.

The Committee reviewed the 2012/13 audited annual financial statements. The fiscal year ended with an operating deficit of \$752,955 comprised of net restructuring expenses and operating pressures from lost differential revenue, increased activity and acuity in the ICU and ER and unexpected surge expenses. A plan to pay down any increase in working funds deficit is in development. The Committee reviewed changes in the annual financial statements since the last meeting. Following discussion, the Committee agreed to amendments to draft.

It was moved by B. Gerber and seconded by J. Hudson to approve the 2012/2013 Audited Annual Financial Statements as presented and signed by the Board Chair and Chair of the Finance and Audit Committee.

CARRIED.

A recommendation was presented to re-appoint KPMG for the provision of external audit services for the fiscal year 2013/14. This is the third-year of a five year engagement.

It was moved by B. Gerber and seconded by C. Stewart to approve the re-appointment of KPMG LPP as external auditors for the provision of audit services for fiscal year 2013/14, subject to re-appointment by the general membership, at the quoted fees included in the April 2011 proposal. CARRIED.

The preliminary 2013/14 Capital plan was reviewed by the Committee. The plan is limited to the capital items previously committed in 2012/13 but not received as of March 31, 2013 and additional procurements in progress. The capital plan has been matched to identified sources of capital funding available so as to minimize the need for further debt.

It was moved by B. Gerber and seconded by B. Brook to approve the preliminary 2013/2014 Capital Plan subject to completion of the extensive review of deferred capital items by September 2013. CARRIED.

A capital request was presented to the Committee for large volume infusion pumps. An open competitive procurement process for the replacement of the pumps has been completed through St. Joseph's Health System Group Purchasing Organization.

It was Moved by B. Gerber and Seconded by T. Sears to approve the purchase and replacement of large volume pumps at a total estimated one-time capital cost of \$615,275. Carried.

B. Gerber noted that the Committee met with the external auditors without management staff present. KPMG noted that the NHH Financial staff is honest, transparent, and exemplary in all areas. The Committee extends their appreciation to C. Turk and the finance department for their hard work and commitment to NHH.

9.3 Governance Committee

J. Russell provided the report of the Governance Committee.

The Northumberland Integration Planning Team meetings continue weekly with H. Brenner in attendance. The next meeting of the Governance leads will be held in July. NHH has tabled that community engagement will need to be initiated during the summer period. The Committee discussed concerns with the lack of information on cost savings from the proposed integration.

Following the report, the Board discussed the cost of integration from wage harmonization and restructuring. It was suggested that this question should be raised at the Integration Planning Team meetings and Governance check-in meetings.

The Annual General Meeting will be held on Thursday, June 20th at 7:00 pm in the NHH Education Centre. The theme of the meeting will focus on geriatric excellence. The 2012/13 NHH Membership list was circulated for review.

It was moved by J. Russell and seconded by J. Hudson to accept the 2012/13 annual membership list as circulated. CARRIED.

A list of individuals was presented for authorization to sign membership forms on behalf of the hospital.

**It was moved by J. Russell and seconded by T. Sears to approve the following individuals signing authority for membership forms:
Cheryl Turk; Pam Oakman; Sue Hoekstra; Laura Marshall; Stacy Connell.
CARRIED.**

9.3 Facilities and Campus Development Committee

J. Russell provided the report of the Facilities and Campus Development Committee.

The Committee discussed available revenue generating options for the hospital land and process for approvals from the Ministry of Health and Long Term Care

for any development. A small sub-committee will be reviewing the approval process, RFP development and discussion with the town of Cobourg for possible partnership opportunities.

10. FOUNDATION REPORT

B. Copeland provided the report of the Foundation.

The Foundation's annual financial planning is underway. Large gift requirements have been identified and a major gifts committee has been developed.

11. AUXILIARY REPORT

No Report.

It was Moved by J. Hudson and Seconded by C. Stewart that all reports be received. Carried

12. OTHER BUSINESS

H. Brenner reviewed the consultant usage report and Attestation that was circulated. Hospital reports on use of consultants are a requirement under the Broader Public Sector (BPS) Accountability Act. The report outlines the nature, procurement process, and value of the contracts awarded to consultants in 2011/12.

C. Turk provided further clarification noting that this attestation covers all BPS directives.

It was Moved by J. Hudson and Seconded by C. Stewart to approve the Board Chair to sign the Broader Public Sector Attestation for the period of April 1, 2012 to March 31, 2013. Carried.

13. FOR INFORMATION/CORRESPONDENCE

14. QUESTIONS AND COMMENTS

None

15. IN CAMERA

The meeting moved to in-camera at 6:10 pm on a motion by J. Hudson and seconded by J. Farrell.

The in-camera meeting addressed matters relating to Compensation Committee, Nominating Committee and the CEO Selection Committee.

16. NEXT MEETING - June 20, 2013 Annual General Meeting.

17. TERMINATION OF MEETING

The meeting terminated at 8:00 pm on a motion from J. Russell.